

# **Exhibit A**



Serom Hong <serompark@hitrons.com>

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## Dealers Agreement between Hitrons and Bodyfriend

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김창주 [CEO] [미주법인] <cjkim@bodyfriend.com>

Wed, Sep 4, 2019 at 3:16 PM

To: "serompark@hitrons.com" <serompark@hitrons.com>

Cc: "info@hitrons.com" <info@hitrons.com>, "cliff@fiusdistributors.com" <cliff@fiusdistributors.com>, "ian.hays@fflbrands.com" <ian.hays@fflbrands.com>

Dear Serom Park,

First of all, I want to thank Hitrons for our business partner.

This letter is for your information that Bodyfriend and FFL (since 6/18/2019) have decided to re-evaluate the east coast market.

Attached is a detailed agreement between Bodyfriend, Inc. and Hitrons.

If you accept this agreement and its terms, please return to me a signed, dated copy of this letter, no later than 9/9/2019.

I strongly believe that Hitrons will develop healthy markets and expand the current markets for premium massage chairs in east coast market.

Your professional contributions to the Bodyfriend, Inc. will continue to be important to our success and to our progress.

If I can be of further assistance, please contact me at 323-847-5072 or [cjkim@bodyfriend.com](mailto:cjkim@bodyfriend.com).

Best wishes for your success,

Changjoo Kim

CEO

[Bodyfriend Inc.](#)

[8001 Melrose Ave.](#)

[Los Angeles, CA 90046](#)

Email: [cjkim@bodyfriend.com](mailto:cjkim@bodyfriend.com)

Phone: 323-847-5072

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Hitrons\_Dealers\_Agreement\_09042019.pdf

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Los Angeles, CA 90046  
Phone: 323-847-5072  
Fax: 323-847-5071  
[www.bodyfriend.com](http://www.bodyfriend.com)

Cc: Kyunghan Park, Hitrons  
Cliff Levin, FFL  
Ian Hays, FFL

September 4, 2019

Dear Serom Park,

On behalf of Bodyfriend, I was pleased and excited about New York and New Jersey market when Bodyfriend, Inc. and Hitrons started a partnership last year (since 12/14/2018). I expected both of us could enjoy this agreed partnership in terms of profit, growth, and goodwill. Although it was a rewarding experience of partnership with Hitrons, I am disappointed by the sales of Bodyfriend products by Hitrons.

Since our partnership, 94 products have been ordered and consumed by Hitrons' 6 locations (Main Showroom-NJ, Fort Lee-NJ, Flushing-NY, Ellicott City-MD, Lexington-MA, North Wales-PA). This is only 1.8 units/store/month including floor models. This is way under our expectation compared to the market potential.

Thus, this letter is for your information that Bodyfriend and FFL (since 6/18/2019) have decided to re-evaluate the east coast market including Main Showroom-NJ, Fort Lee-NJ, Flushing-NY, Ellicott City-MD, Lexington-MA, and North Wales-PA.

Effective date: September 1, 2019

Effective period: September 1, 2019 - December 31, 2019

Evaluation items:

1. Merchandising display
2. Monthly sales reports store by store (area by area)
3. Expected sales fulfillment
4. UMAP (Unilateral Minimum Advertised Price) policy
5. Advertising
6. No market expansion
7. Exclusivity

Item 1. Merchandising display

- Clean display and showroom
- By October 15, 2019 reduce the massage chair lineup to only Bodyfriend and FFL products online and in stores

- Item 2. Monthly sales reports store by store (area by area):
  - Report the monthly sales report store by store
- Item 3. Expected sales fulfillment
  - Minimum sales of 60 unit sales per month over 3-month moving average
- Item 4. UMAP policy
  - Follow all Unilateral Minimum Advertised Price requirements
- Item 5. Advertising
  - No sabotage advertising and no advertising at all beyond current geographic market (e.g. No newspaper or media advertisement in Virginia area)
- Item 6. No market expansion
  - No expansion whatsoever beyond current the stores listed above
- Item 7. Exclusivity
  - Bodyfriend will protect you in the Korean language market in NY Metro Area
  - Bodyfriend will develop all other markets with FFL and is not offering you exclusivity in the satellite stores you operate in markets outside NY Metro Area

Any violation of above items will terminate the relationship between Bodyfriend, Inc. and Hitrons. If terms are not promised in a professional way, Bodyfriend, Inc. will have a right to terminate or change the relationship with Hitrons which may include a requirement to exit certain markets and the removal of floor models from certain stores (or all stores).

Upon the performance by Hitrons during the period between 9/1/2019-12/31/2019, I will, in consultation with FFL, evaluate Hitrons' performance.

Your professional contributions to the Bodyfriend, Inc. will continue to be important to our success and to our progress. If you accept this agreement and its terms, please return to me a signed, dated copy of this letter, no later than 9/9/2019.

If I can be of further assistance, please contact me at 323-847-5072 or [cjkim@bodyfriend.com](mailto:cjkim@bodyfriend.com).

Best wishes for your success,



Changjoo Kim  
CEO  
Bodyfriend, Inc.

Accepted by: \_\_\_\_\_  
Serom Park, CEO, Hitrons

Date: \_\_\_\_\_